

SPIDER-MAN/
DEADPOOL

002 **MARVEL**

KELLY
McGUINNESS
MORALES
KEITH



MARVEL COMICS
BEGRUDGINGLY PRESENTS...



PETER PARKER WAS BITTEN BY AN IRRADIATED SPIDER, GRANTING HIM AMAZING ABILITIES, INCLUDING THE PROPORTIONAL SPEED, STRENGTH AND AGILITY OF A SPIDER, AS WELL AS ADHESIVE FINGERTIPS AND TOES. AFTER LEARNING THAT WITH GREAT POWER, THERE MUST ALSO COME GREAT RESPONSIBILITY, HE BECAME THE WORLD'S GREATEST SUPER HERO! HE'S...

The AMAZING SPIDER-MAN

AVENGER...ASSASSIN...SUPERSTAR! WADE WILSON WAS CHOSEN FOR A TOP-SECRET GOVERNMENT PROGRAM THAT GAVE HIM A HEALING FACTOR THAT ALLOWS HIM TO HEAL FROM ANY WOUND. DESPITE EARNING A SMALL FORTUNE AS A GUN FOR HIRE, WADE HAS BECOME THE WORLD'S MOST BELOVED HERO. AND IS THE STAR OF THE WORLD'S GREATEST COMICS MAGAZINE (NO MATTER WHAT THAT JERK IN THE WEBS MAY THINK). CALL HIM THE MERC WITH THE MOUTH...CALL HIM THE REGENERATIN' DEGENERATE... CALL HIM...

DEADPOOL



LAST TIME:

IN A SHOCKING DEVELOPMENT, KELLY AND MCGUINNESS GOT THEIR COLLECTIVE ACTS TOGETHER AND PUT OUT SPIDER-MAN/DEADPOOL #1 ON TIME.

THEY STARTED SIXTEEN YEARS AGO.

BUT, INDEED, THEY DID FINISH! AND BROUGHT YOU THE FIRST CHAPTER IN THE TITANIC TALE OF THAT TIME SPIDER-MAN WAS KIDNAPPED BY DEADPOOL TO BATTLE A FAKE DORMAMMU WHO WAS ACTUALLY AN OUT-OF-WORK DEMONIC ACTOR.

IT WAS ALL A RUSE BY DEADPOOL TO HANG OUT WITH SPIDEY BECAUSE HE MAN-CRUSHES HARD ON THAT DUDE. PLUS, DEADPOOL WAS SUFFERING A TEENSY WEENSY MORAL QUANDARY, AND HOPED THAT TEAMING-UP WITH SPIDEY WOULD HELP HIM WORK IT OUT...

...SOMEONE HAS HIRED DEADPOOL TO KILL PETER PARKER. SPIDER-MAN'S "BOSS."

ISN'T IT BROMANTIC?

PART TWO

JOE KELLY WRITER • ED MCGUINNESS PENCILER • MARK MORALES INKER
JASON KEITH COLOR ARTIST • VC'S JOE SABINO LETTERER

ED MCGUINNESS AND MARTE GRACIA COVER ARTISTS DAVE MARQUEZ AND MARTE GRACIA,
ED MCGUINNESS AND ANDREW CROSSLEY VARIANT COVER ARTISTS
MANNY MEDEROS TITLE PAGE DESIGN DEVIN LEWIS ASSISTANT EDITOR
JORDAN D. WHITE AND NICK LOWE EDITORS

SPIDER-MAN CREATED BY
STAN LEE AND STEVE DITKO

DEADPOOL CREATED BY
ROB LIEFELD AND FABIAN NIECZA

AXEL ALONSO EDITOR IN CHIEF JOE QUESADA CHIEF CREATIVE OFFICER
DAN BUCKLEY PUBLISHER ALAN FINE EXECUTIVE PRODUCER

**PARKER INDUSTRIES HEADQUARTERS,
THE BAXTER BUILDING, NEW YORK, NEW YORK.**

"SO APPARENTLY,
WHEN YOU LOOK
UP PETER PARKER
ON WIKTIONARY--

"--YOUR COMPUTER CRACKS
OPEN, KILLS YOUR AUNTIE,
AND PUS, DEAD PUPPIES
AND NEEDLE-TOOTHED
CLOWNS FALL OUT."

TELL ME I DID
NOT JUST SPILL GO
GET 'EM: BLACK ALL
OVER MY WHITE
SHIRT.

I WOULD,
BUT THAT
WOULD BE
A LIE.

BECAUSE
I TRIPPED
ON MY OWN
REPORT--

WHICH I
TOLD YOU TO
PICK UP SO YOU
WOULDN'T TRIP
OVER IT. ALSO
TRUE.

AND I GO
ON CAMERA IN
30 SECONDS.

THREE FOR
THREE. SMART
DRINKS REALLY
DO WORK.

"IT'S ALL HERE. EVIL-
GENIUS-SCUM-OF-
THE-EARTH WHO PUTS
THE 'D' IN D-BAG.

"'D' FOR
DICTATORIAL..."

YOU! MISS--?
MAY I PLEASE
HAVE THOSE
TIES?

ALL OF
THEM?

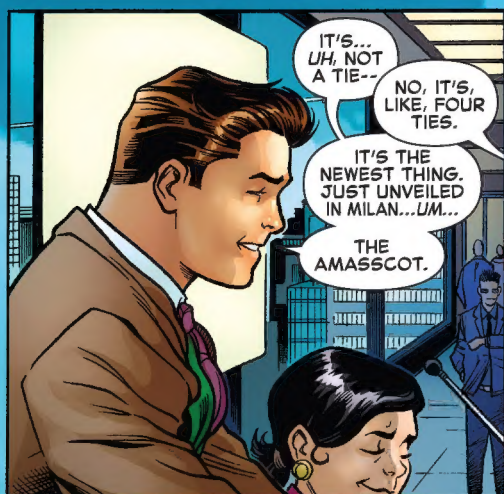
"'D' FOR DEMENTED.
LIKE SICK, HUMAN-
MILLIPEDE SORT
OF THINKING..."

WHO
KNOWS HOW
TO FRENCH-
BRAID?

I DO,
SIR.

YOU JUST
GOT PROMOTED
TO KING OF
FASHION.

TWENTY
SECONDS...AND
YOU ARE AN
IDIOT.



DESPICABLE.
DEPLORABLE. DEGENERATE--
WHICH I DEEM DEFENSIBLE
DEPENDING ON THE
DEMONSTRABLE DEGREE
OF SAID DEGENERACY.

ARE YOU
AWARE THAT WHEN
YOU'RE STRESSED
YOU USE EXCESSIVE
ALLITERATION?

REALLY?
REPEATEDLY...?
RIGHT.

»SIGH« IT'S
JUST--CHECKING
THE EVIDENCE AGAINST
PARKER. IT'S SO CLEAR I
SHOULD BE INTRODUCING
HIM TO HIS LOWER
INTESTINES...

YET HERE YOU
SIT IN BED LOOKING
AT YOUR COMPUTER
BOX INSTEAD OF MY
GENTLE, SUPPLE,
PERFECT FORM...

...WITH
YOUR MASK
ON.

THIS IS THE
WORK GEAR,
BABE. I'M
WORKING.

YOU
SHOULD BE
WORKING ME.

PICK OUT
YOUR FAVORITE
FIREARM, SHOOT
HIM IN THE HEAD
AND THEN YOU
CAN...

REPEATEDLY
REPEATEDLY
REPEATEDLY

YOU MAY
RECALL I AM AN
AVENGER NOW
AND ACCORDING
TO CLUBHOUSE
RULES, I'M NOT
SUPPOSED TO OFF
SOMEONE WITHOUT
A REALLY, REALLY,
REALLY GOOD
REASON--

YOU'RE NOT
ON THE REALLY
REAL TEAM.

SUFFERING
SUCCUBUS...WHAT
YOU DO TO ME...

DIDN'T TAKE
YOU LONG TO
SOUND LIKE A REAL
WIFE INSTEAD OF A
HOT FANTASY
WIFE. LOOK...

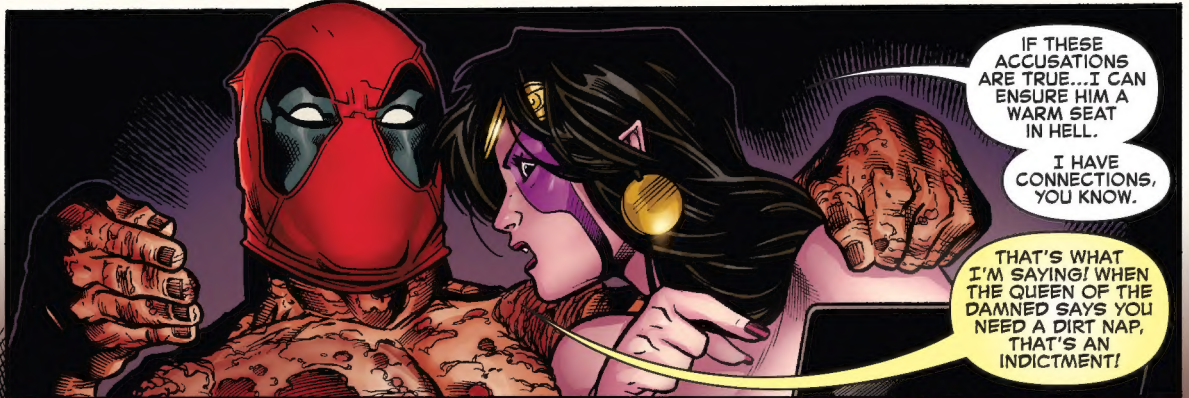


ARE
THOSE...HUMAN
BEINGS?

ON THE SURFACE,
PETER'S ALL RON HOWARD
HUGHES MAKING DONATIONS
TO CHARITY AND OH-GOLLYING
HIMSELF TO ICE CREAM
WITH THE OBAMAS--

--BUT IT
LOOKS LIKE
PARKER INDUSTRIES
IS INTO SOME
SERIOUSLY SICK
SHENANIGANS.

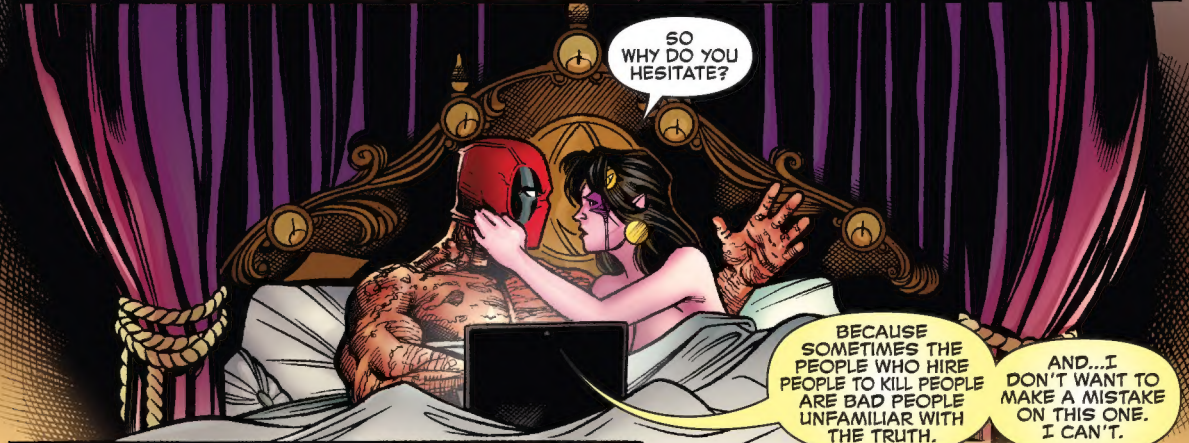
WERE. FAR AS I CAN TELL.
THE GUY WHO WANTS PARKER
GAKKED SENT ME ALL HIS
"EVIDENCE."



IF THESE
ACCUSATIONS
ARE TRUE...I CAN
ENSURE HIM A
WARM SEAT
IN HELL.

I HAVE
CONNECTIONS,
YOU KNOW.

THAT'S WHAT
I'M SAYING! WHEN
THE QUEEN OF THE
DAMNED SAYS YOU
NEED A DIRT NAP,
THAT'S AN
INDICTMENT!



SO
WHY DO YOU
HESITATE?

BECAUSE
SOMETIMES THE
PEOPLE WHO HIRE
PEOPLE TO KILL PEOPLE
ARE BAD PEOPLE
UNFAMILIAR WITH
THE TRUTH.

AND...I
DON'T WANT TO
MAKE A MISTAKE
ON THIS ONE.
I CAN'T.



WE HAVE A
MUTUAL ACQUAINTANCE-
SLASH-SUPER-HERO-SLASH-
PRETTY COOL GUY WHO
COULD HELP...

EXCEPT I
DON'T WANT HIM
TO KNOW WHAT I'M
THINKING. HE'S SORT
OF LIKE A ROLE
MODEL AND--

DARLING.
THE SOLUTION
IS SIMPLE...



...CONFIRM THE "EVIDENCE" FOR YOURSELF.
IF PARKER IS INNOCENT, TURN YOUR
FURY TO YOUR EMPLOYER. IF HE'S
NOT, BURY HIM.

YOU
SURE MAKE
MURDER SOUND
LIKE BAKING
BROWNIES--

I JUST
NOTICED THAT
YOU'RE TOUCHING
PARTS OF ME
THAT LIKE BEING
TOUCHED.

PETER
PARKER MAY
BE A DEAD
MAN. YOU
ARE NOT.

AMASSCOT!!!
AMASSCOT?!
AMASSCOT.

THANK GOODNESS NOTHING
LASTS LONGER THAN A WEEK
IN THE 24-HOUR NEWS CYCLE.

HIGH SCHOOL WAS FOUR YEARS
OF STRAIGHT MORTIFICATION. I
CAN HANDLE A FEW DAYS OF THE
"AMASSCOT INCIDENT."

BEING A SLICK CEO-TYPE IS NOT AS
EASY AS TONY MADE IT SEEM. FOR
ALL THE GOOD WE CAN DO AT PARKER
INDUSTRIES, I AM NOT DOWN WITH
THE MEETINGS AND THE HAND-SHAKING
AND CAMERA TIME AND...C.E.OVERLOAD.

IF I COULDN'T WEB UP AND
CUT LOOSE ONCE IN A WHILE,
I'D NEED A STRAJTJACKET
TO GO WITH MY AMASSCOT.

QUESTION IS...IS
ONCE IN A WHILE
REALLY ENOUGH
SPIDER-TIME?

BREE-DEET

HEY,
SPIDER-MAN! I
WAS JUST THINKING
ABOUT HOW AWESOME
IT IS TO BE US!
WHAT'S UP?

DID YOU
SAY "MUGGING
SPREE"?



P-PLEASE LET ME GO, SIR. I--I AM VERY UNCOMFORTABLE!

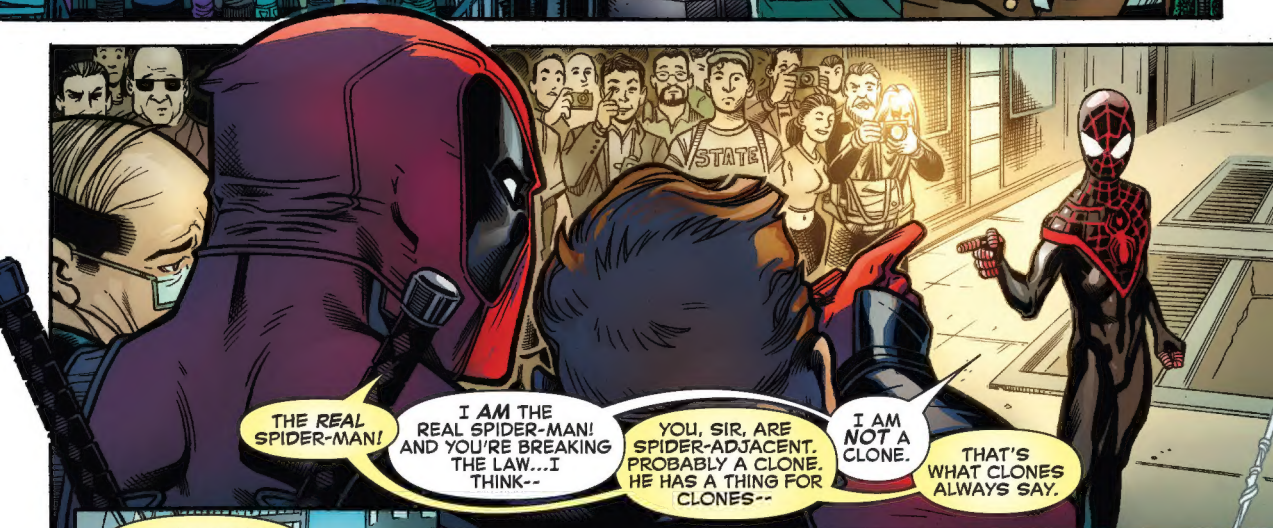
YOU WERE A CHILD OF THE DEPRESSION, WEREN'T YOU? THIS IS CALLED AFFECTION! JUST DRINK IT IN.

YOU PROBABLY WON'T BE THIS CLOSE TO A REAL SUPER HERO AGAIN BEFORE DEATH GIVES YOU A REAL BIG SQUEEZE--

WHAT DO YOU WANT? IT'S BEEN 20 MINUTES! I HAVE TO WORK! YOU SMELL FUNNY.

THAT'S FINE CORINTHIAN POUCH LEATHER, MY FRIEND. AND I'M HUGGING UP A STORM UNTIL I GET WHAT I WANT--

REAL HUGS WITH DEADPOOL!



THE REAL SPIDER-MAN!

I AM THE REAL SPIDER-MAN! AND YOU'RE BREAKING THE LAW...I THINK--

YOU, SIR, ARE SPIDER-ADJACENT. PROBABLY A CLONE. HE HAS A THING FOR CLONES--

I AM NOT A CLONE.

THAT'S WHAT CLONES ALWAYS SAY.



UH-OH, FELT A THWIPP IN THE BACK SECTION. THAT MEANS ONLY ONE THING-- ADIOS, OTHER-HUGGERS!!!

NICE TIMING!

AND I HATE YOUR FRIEND!

HE'S NOT MY FRIEND.

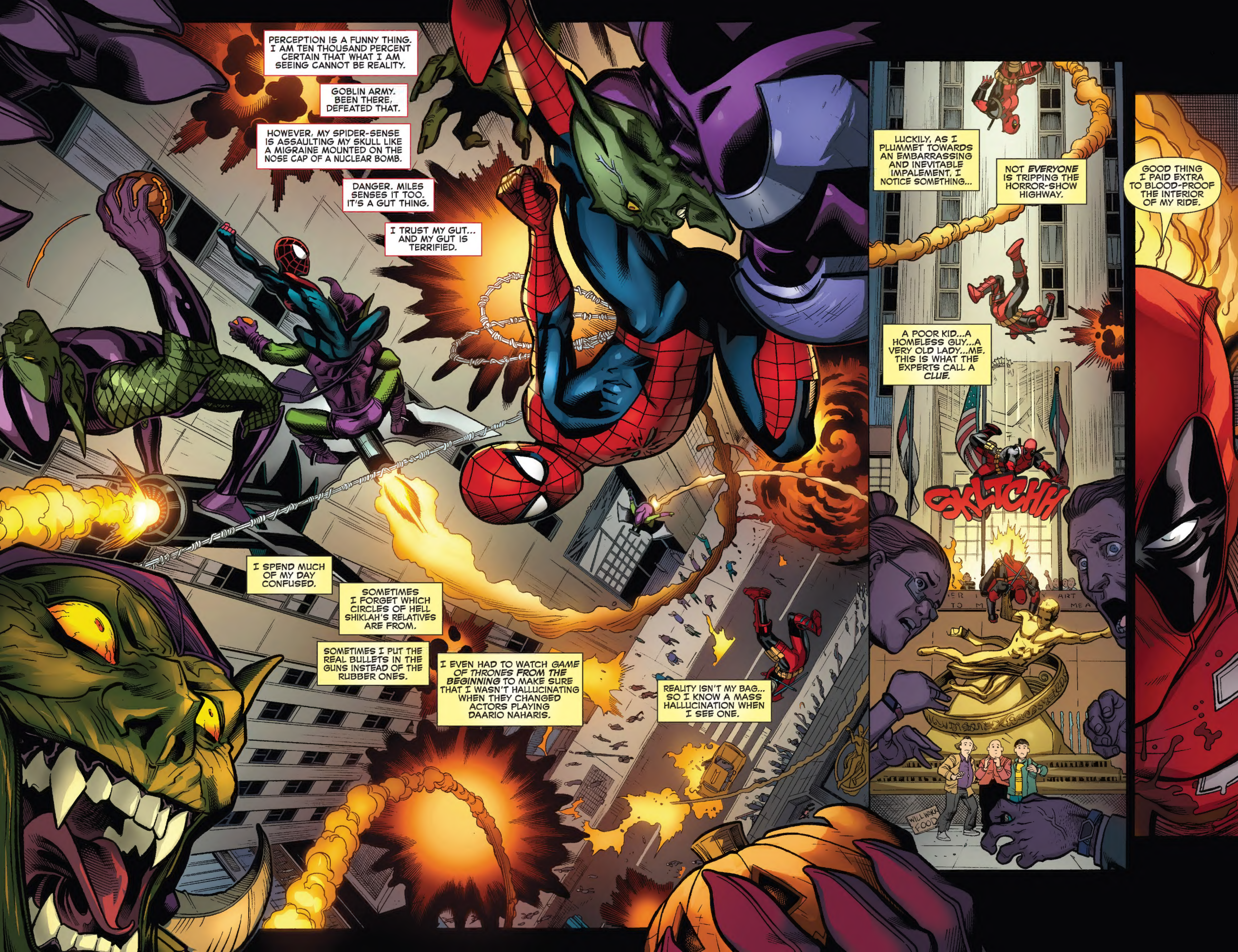
WELL... YOU JAMMED MY BOYS INTO MY DIAPHRAGM WITH THAT MOVE.

I'M BUSY, DEADPOOL. WHAT DO YOU WANT?

U'M...MY FRUIT SNACKS BACK IN THEIR POUCH? I WOULD HAVE THOUGHT THAT WAS SELF-EVIDENT.

THWIP



A large comic book panel showing Spider-Man in his red and blue suit, suspended in the air by his web. He is surrounded by a massive, green, multi-eyed Goblin Army. The scene is set in a city street with buildings in the background. There are large explosions and fire on the ground. Spider-Man is looking up at the Goblins with a determined expression. The Goblins are also looking at him with various expressions, some of which are captured in close-up panels on the right side of the page. The overall tone is chaotic and action-packed.

PERCEPTION IS A FUNNY THING.
I AM TEN THOUSAND PERCENT
CERTAIN THAT WHAT I AM
SEEING CANNOT BE REALITY.

GOBLIN ARMY.
BEEN THERE.
DEFEATED THAT.

HOWEVER, MY SPIDER-SENSE
IS ASSAULTING MY SKULL LIKE
A MIGRAINE MOUNTED ON THE
NOSE CAP OF A NUCLEAR BOMB.

DANGER. MILES
SENSES IT TOO.
IT'S A GUT THING.

I TRUST MY GUT...
AND MY GUT IS
TERRIFIED.

I SPEND MUCH
OF MY DAY
CONFUSED.

SOMETIMES
I FORGET WHICH
CIRCLES OF HELL
SHIKLAH'S RELATIVES
ARE FROM.

SOMETIMES I PUT THE
REAL BULLETS IN THE
GUNS INSTEAD OF THE
RUBBER ONES.

I EVEN HAD TO WATCH GAME
OF THRONES FROM THE
BEGINNING TO MAKE SURE
THAT I WASN'T HALLUCINATING
WHEN THEY CHANGED
ACTORS PLAYING
DAARIO NAHARIS.

REALITY ISN'T MY BAG...
SO I KNOW A MASS
HALLUCINATION WHEN
I SEE ONE.

LUCKILY, AS I
PLUMMET TOWARDS
AN EMBARRASSING
AND INEVITABLE
IMPALEMENT, I
NOTICE SOMETHING...

NOT EVERYONE
IS TRIPPING THE
HORROR-SHOW
HIGHWAY.

GOOD THING
I PAID EXTRA
TO BLOOD-PROOF
THE INTERIOR
OF MY RIDE.

A POOR KID...A
HOMELESS GUY...A
VERY OLD LADY...ME.
THIS IS WHAT THE
EXPERTS CALL A
CLUE.

EXLITCHH

WILL WORK
FOOD



WE GOTTA GO! WE GOTTA GET OUT OF HERE! WE--

SPIDER-MAN! CHILL! SOMETHING IS VERY WRONG HERE, BUT...

...DANG IT, JUST KEEP HITTING THINGS UNTIL I FIGURE OUT WHAT TO DO!



LA CUCARACHAA!

IS...IS THAT HAPPENING...?

IF I WASN'T TERRIFIED THE CITY WAS ABOUT TO FALL TO A GOBLIN ARMY... I WOULD BE SO... TICKED OFF.



HERE COM'A DEADPOOL, HERE COM'A DEADPOOL...


YEAH HE BE DRIVING UP A WALL!

YOU LOV'A DEADPOOL, YOU LOV'A DEADPOOL...

HE GOT THE COOLEST WHIP OF ALL!

RALES PUB

RRRRRRRR



SO I COULDN'T
HELP BUT NOTICE
THAT YOU'RE
SUFFERING A MASS
HALLUCINATION.

GLUTEN
OVERDOSE,
PROBABLY. OR
YOU'VE BEEN
WATCHING
KARDASHIAN
TV.

NO! LET
HIM GO! THE
GOBLINS! THE
GOBLINS!

YOU'RE
WORKING WITH
THEM! THAT'S HOW
IT GOES WITH YOU,
ISN'T IT? WHOEVER
HAS THE MOST
MONEY, MOST
POWER--!

I KNEW
I COULDN'T
TRUST YOU!


WHY
WOULD YOU
EVEN--?

SPIDER-LAD!
THE GROWN-UPS
ARE TALKING.

HOW
COULD I BE SO
STUPID TO THINK
THAT THERE WAS AN
IOTA OF CHANGE
HAPPENING IN
YOU?!

FIRST,
YOU WERE
THINKING OF
ME? SWEET.

SECOND, YOU
ARE GONNA BE
REALLY EMBARRASSED
YOU SAID THAT IF YOU'D
JUST TELL ME WHERE
YOUR PARKER
TECH IS--

A comic book panel depicting a chaotic battle between Spider-Man and Deadpool. Spider-Man is shown in a dynamic, acrobatic pose, swinging through the air. Deadpool is also in a dynamic pose, holding a large handgun. The background is a city street with buildings and a car. The scene is filled with action, with various sound effects and dialogue bubbles.

THE WORLD
IS ON FIRE AND
YOU'RE ON THE
WRONG SIDE!

YOU'RE ALWAYS
ON THE WRONG SIDE!
YOU WANT TO KNOW
WHY I HATE YOU?
THIS IS WHY!

YOU'RE
SELFISH, STUPID
AND I CAN'T TRUST
YOU TO HAVE
MY BACK!

BLAMM
BLAMM

KTSCHH

SKTCHH

NOT ME.
I'M A RAGING
JACKHOLE.

I'M
SORRY, I--

...
W-WEBWARE...?
H-HALLUCINATION...
TRANSMITTED--?

YOU SAVED
US?

NO BIG.
WHICH IS GUY
CODE FOR
"SHUT THE
F%#\$ UP."

INSTEAD,
LET'S TALK ABOUT
YOUR BILLIONAIRE-
PLAYBOY-GOODY-
GOODY BOSS ON
THE WAY TO KICK
HIS BUTT.



JUST BEFORE APOLLO AND I GOT INTIMATE, I NOTICED THAT POOR PEOPLE, LUDDITES AND NON-CONFORMISTS LIKE MYSELF WEREN'T FLIPPING OUT.

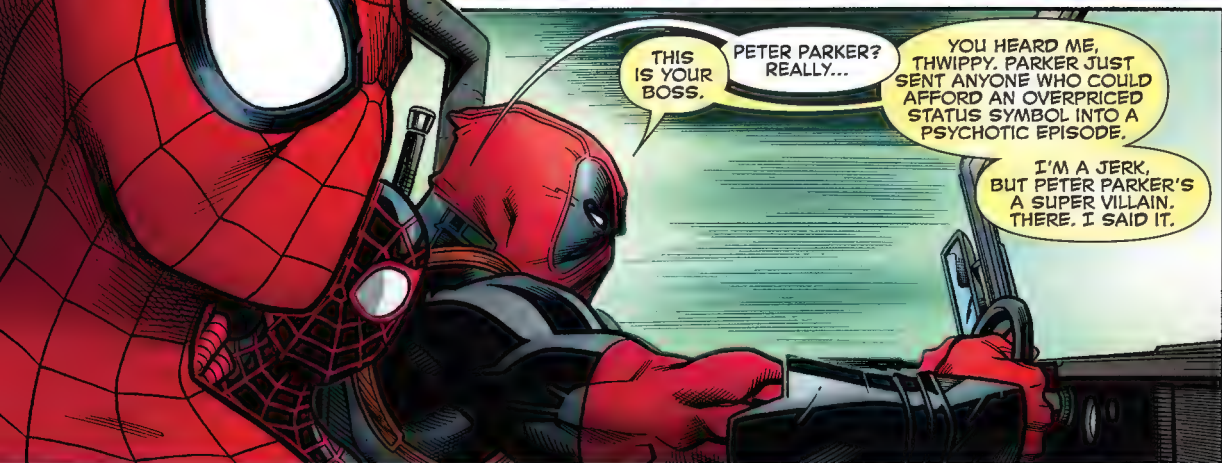
HOTTEST NEW TECH ON THE BLOCK SEEMED A LIKELY CULPRIT.

SOMEONE HACKED THE WEBWARE NETWORK AND REVERSED THE BIOMETRIC INTERFACE--

YEAH... "SOMEONE."

INSTEAD OF COMPILING INFORMATION FROM THE DEVICES, IT'S PROJECTING INFORMATION INTO THE USERS' BRAINS--

DIABOLICAL. DEVIOUS. DEVASTATINGLY DESTRUCTIVE TO THE DENIZENS--OH, DAMN, I'M DOING IT AGAIN.



THIS IS YOUR BOSS.

PETER PARKER? REALLY...

YOU HEARD ME, THWIPPY. PARKER JUST SENT ANYONE WHO COULD AFFORD AN OVERPRICED STATUS SYMBOL INTO A PSYCHOTIC EPISODE.

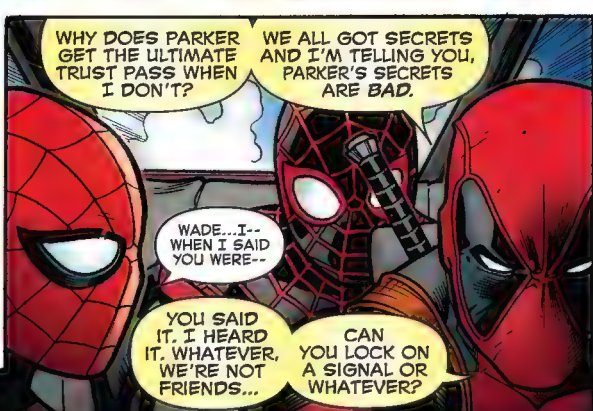
I'M A JERK, BUT PETER PARKER'S A SUPER VILLAIN. THERE, I SAID IT.



I CAN GUARANTEE WITH ONE HUNDRED PERCENT CERTAINTY THAT PETER PARKER HAD NOTHING TO DO WITH THIS.

SAYS THE GUY SUCKING AT HIS MAN-TEAT FOR EMPLOYMENT.

WHY ARE YOU SO OBSESSED WITH PETER PARKER?



WHY DOES PARKER GET THE ULTIMATE TRUST PASS WHEN I DON'T?

WE ALL GOT SECRETS AND I'M TELLING YOU, PARKER'S SECRETS ARE BAD.

WADE...I-- WHEN I SAID YOU WERE--

YOU SAID IT. I HEARD IT. WHATEVER, WE'RE NOT FRIENDS...

CAN YOU LOCK ON A SIGNAL OR WHATEVER?



P-PLEASE... P-PEOPLE ARE GOING TO GET HURT. THE SYSTEM W-WAS NEVER MEANT--

OF COURSE IT WAS.

PARKER DIDN'T REALIZE THE POWER AT HIS DISPOSAL. IT'S FUNNY...

...HOW WE FOOL OURSELVES INTO BELIEVING OUR OWN ILLUSIONS.



HE BELIEVES
HE IS A GOOD
MAN. THIS CITY
BELIEVES PARKER
IS A GOOD
MAN...

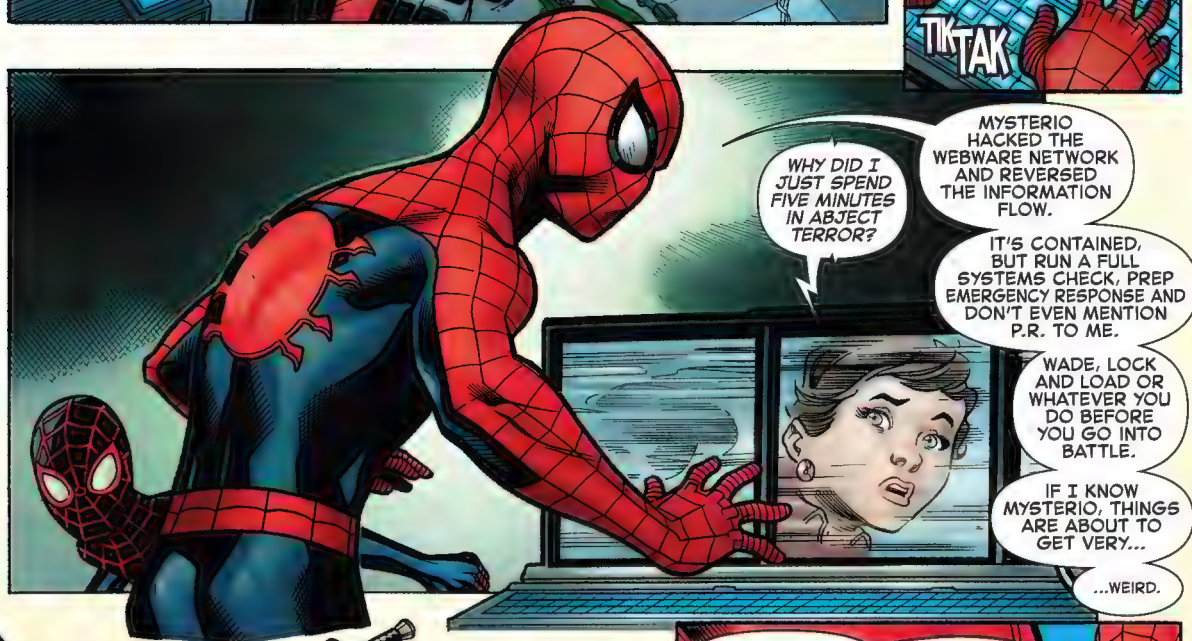
...BUT LIKE
ANY ILLUSION,
A SHIFT IN
PERSPECTIVE
REVEALS ALL.

THE MISDIRECTION
WILL COME AT A GRAVE
COST. WHEN THE BODIES
BEGIN TO PILE AND
CHOKE THE STREETS...

...EVERYONE
WILL KNOW THE
TRUE FACE OF
THE MONSTER.

SO SWEARS

MYSTERIO!





SPANK MY
FANNY AND CALL
ME A RUMP
ROAST...

MISTER
PARKER! W-WE
SAW THERE WAS A
DISTURBANCE.

I ASSURE
YOU--

THAT ISN'T
PARKER.

NO...
NO, I'M
NOT.

LOCKDOWN!

DON'T FRET,
NERDS. I'M JUST
THE HEALTH INSPECTOR.
ARE WE ALL WASHING
FOR 30
SECONDS?

ALERT
PARKER! WE
HAVE BEEN--OH,
GOD...THAT'S
DEADPOOL...

OH, NO...
YOU FELLAS
SEEM TO HAVE
A FEW MINOR
VIOLATIONS. NO
SNEEZE GUARD
ON THE SALAD
BAR...

THAT INTESTINE-
STRETCHER DOESN'T
LOOK PROPERLY
SANITIZED...

AND ALL OF
YOUR GUINEA
PIGS APPEAR TO BE
OF THE UNWILLING-
HUMAN VARIETY.

I'M GONNA
HAVE TO CITE
YOU FOR THAT
ONE. SORRY.

OVERRIDE
SAFETY PROTOCOLS!
FIRE AT WILL! FIRE
AT WILL!

I'M GONNA
GET TO THAT...
FIRST I'M GONNA
FLAY AT WILL...
CHOP AT WILL.

IF YOU GROW
FAINT AT THE SIGHT
OF YOUR OWN PARTS
HITTING THE FLOOR, I
SUGGEST YOU SHOOT
YOURSELF IN THE HEAD
IMMEDIATELY.

BUT REALLY
I HOPE YOU
DON'T.

YEAAAAGH!

YEAH, SORRY.
NORMALLY I MAKE
MORE JOKES BEFORE
THE AMPUTATIONS
START. I'LL MAKE IT
UP TO YOU...

...GOTTA
MAKE A CALL
FIRST. VOICE
DIAL...

"CLIENT
PATIENT ZERO."

BOLEET

"SPEAK."

"YEAH, HI...DEADPOOL.
SORRY FOR THE NOISE.
I'M MAKING A LOT OF
GUYS WISH THEY'D
NEVER BEEN BORN."

"I DID NOT
EXPECT TO HEAR
FROM YOU. HAVE
YOU CONSIDERED
MY REQUEST...?"

YEAH.
I'M IN. ALL
IN.

THANK
YOU...I CAN'T--
THANK YOU.

SERIOUSLY?
IT'LL BE MY
PLEASURE PUTTING
PARKER IN THE
GROUND.

HAVE
A NICE
DAY.

END OF ISSUE #2.

**YOU WANT TO KNOW
WHAT HAPPENS *NEXT?***





OROBOROS

DEADLIEST MAN ALIVE

Oroboros is the undefeated Supreme Grand Master of the Fighting Arts. Oroboros won the World Overall Fighting Arts Championship (Master & Expert Divisions) after defeating the world's top Masters of JUDO, BOXING, WRESTLING, KUNG-FU, KARATE, AIKIDO, etc. in Death Matches. On Aug. 1, 1967, the World Federation of Fighting Arts crowned Oroboros "THE WORLD'S DEADLIEST FIGHTING ARTS CHAMPION AND MASTER."

NOW...

The World's
DEADLIEST
FIGHTING
SECRETS
Can Be Yours
...

FREE



MAIL GUARANTEED NO-RISK COUPON NOW

legion



the group

AN OROBOROS RIP

